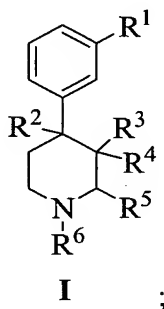


Amendments to the Specification:

Please replace paragraph [0014] in the specification with the following:

[0014] In one embodiment, the invention is directed to pharmaceutically active compounds of formula I:



wherein:

R^1 is $-OR^7$, $-NR^7R^8$, $-COOR^7$, $-CONR^7R^8$, or $-CH_2OH$;

each R^7 is independently H, alkyl, cycloalkyl, alkylcycloalkyl, or aralkyl;

each R^8 is independently H, alkyl, aralkyl, or aryl;

R^2 , R^3 , R^4 , and R^5 are selected such that:

R^2 and R^5 together form $-(CH_2)_q-$, where q is 2 to 4, R^3 is alkyl, and R^4 is H; or

R^2 and R^3 together with the carbon atoms to which they are attached form a fused carbocycle, R^4 is alkyl, and R^5 is H;

R^6 is H or $-(CHR^9)_mW$;

each R^9 is independently H, alkyl, cycloalkyl, alkylcycloalkyl, aryl, aralkyl or heteroaryl;

W is H, alkyl, cycloalkyl, alkylcycloalkyl, heterocycloalkyl, alkylheterocycloalkyl, aryl, heteroaryl, $-CH_2OH$, $-CH_2OR^7$, or $-C(=O)R^{10}$;

R^{10} is $-OR^7$ or $-NR^7R^{11}$;

R^{11} is H, alkyl, aralkyl, aryl or $-(CHR^9)_n C(=O)R^{12}$;

R^{12} is $-OR^7$ or $-NR^7R^8$;

m is an integer from 1 to 4; and

n is an integer from 1 to 4;

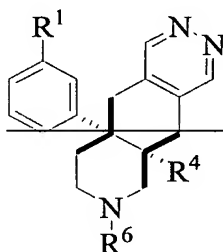
provided that when R^1 is $-OH$, then W is heterocycloalkyl, alkylheterocycloalkyl, $-CH_2OH$, or $-C(=O)R^{10}$; and when R^1 is $-OH$ and W is heterocycloalkyl or

alkylheterocycloalkyl in which the heterocyclic ring moiety of the heterocycloalkyl or alkylheterocycloalkyl contains only one heteroatom, wherein the heteroatom is nitrogen, then the heterocyclic ring moiety is connected to $-(CHR^9)_m-$ through a heterocyclic ring carbon atom;

or a stereoisomer, prodrug, pharmaceutically acceptable salt, hydrate, solvate, acid hydrate, N-oxide or isomorphous crystalline form thereof.

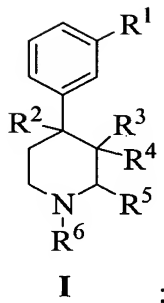
Please replace paragraph [0028] in the specification with the following:

[0028] As used herein, "fused carbocycle" is intended to mean any optionally substituted stable 7- to 13-membered bicyclic or tricyclic carbon ring system, any of which may be saturated, partially unsaturated, or aromatic. In the 6-membered aromatic portion of any fused carbocycle, one to three carbon atoms may be optionally replaced by nitrogen atoms. In fused carbocycles containing a 5-membered aromatic ring, at least one carbon in the 5-membered ring portion must be replaced with an oxygen, nitrogen, or sulfur atom, two carbons may be optionally replaced with a sulfur atom and a nitrogen atom, an oxygen atom and a nitrogen atom, or two nitrogen atoms; or three carbon atoms may be optionally replaced with three nitrogen atoms. Examples of such fused carbocycles include, but are not limited to, tetrahydroindene, tetrahydronaphthalene, 5,6,7,8,8a,9,10,10a-octahydro-2,3,6-triaza-anthracene, 4,4a,5,6,7,8,8a,9-octahydro-2H-pyrrolo [3,4-g]isoquinoline, 4,4a,5,6,7,8,8a,9-octahydro-furo[3,4-g]isoquinoline, and tetrahydro-anthracene.



Please replace paragraph [0062] in the specification with the following:

[0062] Accordingly, in one embodiment, the present invention provides compounds of formula I:



wherein:

R^1 is $-OR^7$, $-NR^7R^8$, $-COOR^7$, $-CONR^7R^8$, or $-CH_2OH$;

each R^7 is independently H, alkyl, cycloalkyl, alkylcycloalkyl, or aralkyl;

each R^8 is independently H, alkyl, aralkyl, or aryl;

R^2 , R^3 , R^4 , and R^5 are selected such that:

R^2 and R^5 together form $-(CH_2)_q-$, where q is 2 to 4, R^3 is alkyl, and R^4 is H; or

R^2 and R^3 together with the carbon atoms to which they are attached form a fused carbocycle, R^4 is alkyl, and R^5 is H;

R^6 is H or $-(CHR^9)_mW$;

each R^9 is independently H, alkyl, cycloalkyl, alkylcycloalkyl, aryl, aralkyl or heteroaryl;

W is H, alkyl, cycloalkyl, alkylcycloalkyl, heterocycloalkyl, alkylheterocycloalkyl, aryl, heteroaryl, $-CH_2OH$, $-CH_2OR^7$, or $-C(=O)R^{10}$;

R^{10} is $-OR^7$ or $-NR^7R^{11}$;

R^{11} is H, alkyl, aralkyl, aryl or $-(CHR^9)_n C(=O)R^{12}$;

R^{12} is $-OR^7$ or $-NR^7R^8$;

m is an integer from 1 to 4; and

n is an integer from 1 to 4;

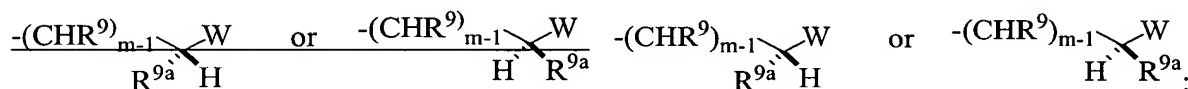
provided that when R^1 is $-OH$, then W is heterocycloalkyl, alkylheterocycloalkyl, $-CH_2OH$, or $-C(=O)R^{10}$; and when R^1 is $-OH$ and W is heterocycloalkyl or alkylheterocycloalkyl in which the heterocyclic ring moiety of the heterocycloalkyl or alkylheterocycloalkyl contains only one heteroatom, wherein the heteroatom is nitrogen, then the heterocyclic ring moiety is connected to $-(CHR^9)_m-$ through a heterocyclic ring carbon atom;

or a stereoisomer, prodrug, pharmaceutically acceptable salt, hydrate, solvate, acid hydrate, N-oxide or isomorphous crystalline form thereof.

Please replace paragraph [0072] in the specification with the following:

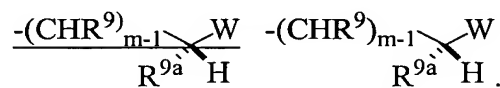
[0072] In certain more preferred embodiments of compounds of formula I,

R⁶ is:

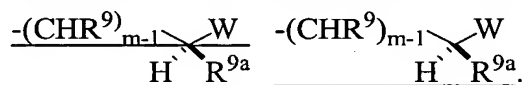


wherein R^{9a} is H, alkyl, cycloalkyl, alkylcycloalkyl, aryl, aralkyl or heteroaryl. More preferably, R^{9a} is aralkyl. Even more preferably, R^{9a} is benzyl. In certain even more preferred embodiments of compounds of formula I,

R⁶ is:

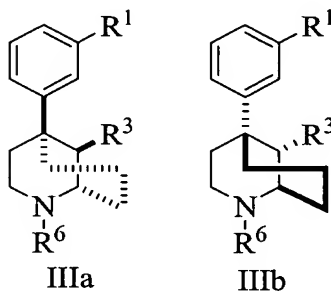


In other even more preferred embodiments of compounds of formula I, R⁶ is:

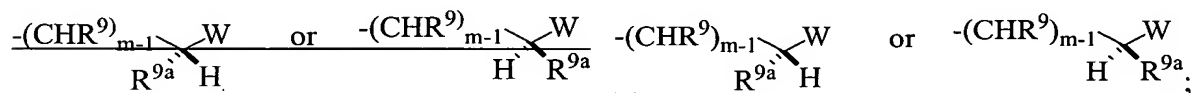


Please replace paragraph [0080] in the specification with the following:

[0080] In other preferred embodiments, the compounds of formula I have the formula IIIa or IIIb:



More preferably, the compounds of formula I are of formula IIIa. More preferably still, when compounds of formula I are of formula IIIa, R^1 is $-OR^7$, $-NR^7R^8$, or $-CONR^7R^8$. Still more preferably, when compounds are of formula IIIa and R^1 is $-OR^7$, $-NR^7R^8$, or $-CONR^7R^8$, then R^6 is



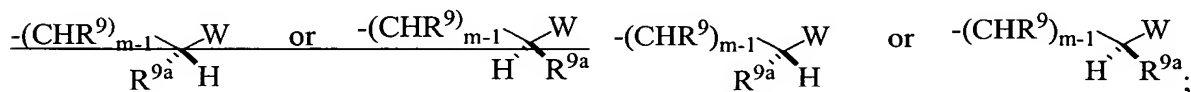
and

R^{9a} is H, alkyl, cycloalkyl, alkylcycloalkyl, aryl, aralkyl or heteroaryl.

Yet more preferably, when compounds of formula I are of formula IIIa,

R^1 is $-OR^7$, $-NR^7R^8$ or $-CONR^7R^8$;

R^6 is:



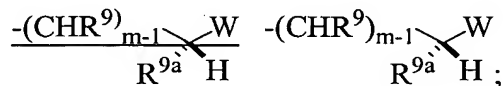
and

W is aryl, $-\text{CH}_2\text{OH}$, or $-\text{C}(=\text{O})\text{R}^{10}$.

Please replace paragraphs [0086] through [0091] in the specification with the following:

[0086] In another preferred embodiment of compounds of formula IIIa,

R^6 is:



W is $-\text{CH}_2\text{OH}$;

R^1 is $-NR^7R^8$;

R^3 is methyl;

R^7 and R^9 are each H;

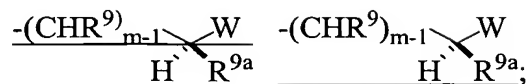
R^8 is $-\text{CH}_2\text{CH}_3$;

R^{9a} is benzyl; and

m is 2.

[0087] In another preferred embodiment of compounds of formula IIIa,

R⁶ is:



W is -CH₂OH;

R¹ is -NR⁷R⁸;

R³ is methyl;

R⁷ and R⁹ are each H;

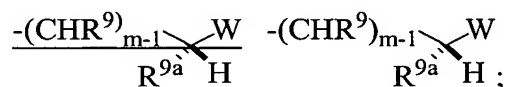
R⁸ is -CH₂CH₃;

R^{9a} is benzyl; and

m is 2.

[0088] In another preferred embodiment of compounds of formula IIIa,

R⁶ is:



R¹ is -OR⁷;

W is -C(=O)R¹⁰;

R¹⁰ is -OR⁷;

R³ is methyl;

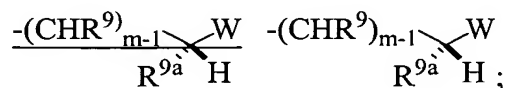
each R⁷ and R⁹ is H;

R^{9a} is benzyl; and

m is 2.

[0089] In another preferred embodiment of compounds of formula IIIa,

R⁶ is:



R¹ and R¹² are each -OR⁷;

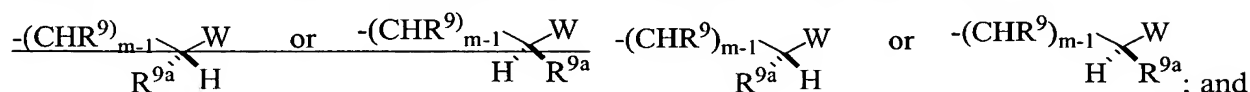
W is -C(=O)R¹⁰;

R¹⁰ is -NR⁷R¹¹;

R³ is methyl;

each R^7 and each R^9 is H;
 R^{9a} is benzyl;
 R^{11} is $-(CHR^9)_n C(=O)R^{12}$;
 m is 2; and
 n is 1.

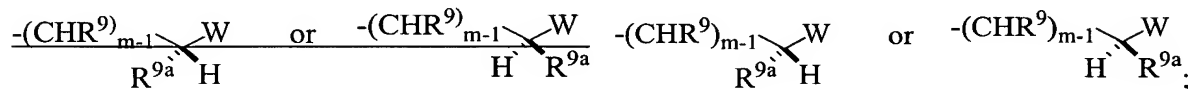
[0090] In another preferred embodiment of compounds of formula Va or Vb, R^6 is:



R^{9a} is H, alkyl, cycloalkyl, alkylcycloalkyl, aryl, aralkyl or heteroaryl..

More preferably the compound has the formula Vb,

R^6 is:



and

R^{9a} is H, alkyl, cycloalkyl, alkylcycloalkyl, aryl, aralkyl or heteroaryl;

R^1 is $C(=O)NR^7R^8$;

R^4 is methyl;

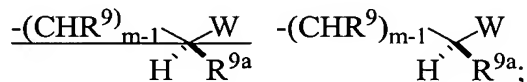
R^7 , R^8 , R^9 , and R^{9a} are each H;

W is phenyl; and

m is 2.

[0091] In another preferred embodiment of compounds of formula Va,

R^6 is:



R^1 and R^{10} are each $-OR^7$;

R^4 is methyl;

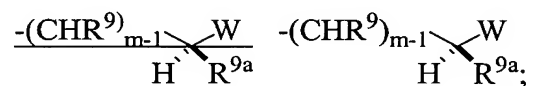
R^7 and R^9 are each H;

R^{9a} is benzyl;

W is $-C(=O)R^{10}$; and

m is 2.

In another preferred embodiment of compounds of formula Va,
R⁶ is:



R¹ and R¹² are each -OR⁷;

R⁴ is methyl;

R⁷ and R⁹ are each H;

R^{9a} is benzyl;

W is -C(=O)R¹⁰;

R¹⁰ is -NR⁷R¹¹;

R¹¹ is -(CHR⁹)_nC(=O)R¹²;

n is 1; and

m is 2.